

DELPHI

Bank of New York
Global Corporate Trust
101 Barclay Street, 7West
New York, New York 10268

January 21, 2010

Attn: Gregory B. Kinder, Assistant Treasurer

*Re: County of Trumbull Sewage Disposal Revenue Bonds (General Motors Corporation Project)
Series 1994 (the "Trumbull Bonds")
(Loan 032338)*

I am in receipt of your correspondence regarding interest payment confirmation for January 2, 2010 for the Trumbull Bonds. As you are aware, General Motors Corporation (now known as Motors Liquidation Company) and certain affiliates filed voluntary petitions for business reorganization under chapter 11 of the U.S. Bankruptcy Code on June 1, 2009 in the United States Bankruptcy Court for the Southern District of New York. Delphi Automotive Systems, LLC is obligated to make payments with respect to the Trumbull Bonds only to the extent that General Motors Corporation is obligated to make such payments. As a result of the General Motors Corporation bankruptcy and the pre-petition nature of the Trumbull Bonds, legal counsel has advised that Delphi Automotive Systems, LLC will not make the January 2, 2010 payment on the Trumbull Bonds.

If you have any questions on this matter, please contact me at (248) 813-3342.

Sincerely,



Albert VanDenBergh
Director, Treasury
Delphi Corporation

cc: Karen Craft
Sean Corcoran
Hamid Fayyaz
Tracy Krause
Shaunda Snell
Keith Stipp